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Special Counsel to UMB Bank, N.A.

**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

-----X	:	
In re:	:	Chapter 11
	:	
RESIDENTIAL CAPITAL, LLC, <i>et al.</i> ,	:	Case No. 12-12020 (MG)
	:	(Jointly Administered)
Debtors.	:	
	:	
-----X		

**NOTICE OF APPEARANCE AND REQUEST FOR
SERVICE OF ALL PLEADINGS AND DOCUMENTS**

PLEASE TAKE NOTICE that Akin Gump Strauss Hauer & Feld LLP (“*Akin Gump*”) hereby appears in the above-captioned chapter 11 cases as counsel to UMB Bank, N.A., (“*UMB Bank*”), in its capacity as successor indenture trustee under that certain Indenture, dated as of June 6, 2008 (the “*Indenture*”). Akin Gump enters its appearance pursuant to section 1109(b) of title 11 of the United States Code (the “*Bankruptcy Code*”), and requests pursuant to Rules 2002(i), 9007 and 9010(b) of the Federal Rules of Bankruptcy Procedure (the “*Bankruptcy Rules*”), that copies of all notices given or required to be given, and all papers served or required to be served in these cases, be given to and served upon the following:

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PLEASE TAKE FURTHER NOTICE that, pursuant to Bankruptcy Code section 1109(b), the foregoing request includes not only the notices and papers referred to in the Bankruptcy Rules specified above but also includes, without limitation, orders and notices of any application, motion, petition, pleading, request, complaint, plan, disclosure statement or demand, whether formal or informal, whether written or oral, and whether transmitted, conveyed by mail, hand delivery, telephone, telegraph, telex or otherwise, which affects the above-captioned debtors and debtors in possession (collectively, the “*Debtors*”), the Debtors’ estates or the Indenture.

PLEASE TAKE FURTHER NOTICE that this request shall not be deemed or construed to be a waiver of any substantive or procedural rights of UMB Bank, including, without limitation: (a) to require, except as provided in the Order dated June 21, 2013 [Adv. Proc. No. 13-01277-mg, ECF No. 41], that where any adversary proceeding is to be initiated against UMB Bank in these or any related cases or where any proceeding is to be initiated by complaint against UMB Bank under applicable non-bankruptcy law, service shall be made on UMB Bank in accordance with applicable Bankruptcy Rules, the Federal Rules of Civil Procedure and applicable non-bankruptcy law and that service upon undersigned counsel is insufficient for such purposes; (b) to have final orders in non-core matters entered only after *de*

novo review by the United States District Court for the Southern District of New York (the “*District Court*”); (c) to have a trial by jury in any proceeding so triable in these cases or any case, controversy, or proceeding related to these cases; (d) to have the District Court withdraw the reference in any matter subject to mandatory or discretionary withdrawal; or (e) any other rights, claims, actions, defenses, setoffs or recoupments to which UMB Bank is or may be entitled in law or at equity, all of which rights, claims, actions, defenses, setoffs or recoupments UMB Bank expressly reserves and asserts.

New York, New York
Dated: June 25, 2013

AKIN GUMP STRAUSS HAUER & FELD LLP

By: /s/ Daniel H. Golden
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